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11 Co-Lead Counsel for Plaintiffs
12

13 UNITED STATES DISTRICT COURT
14 NORTHERN DISTRICT OF CALIFORNIA
15 OAKLAND DIVISION

16 In re GOOGLE INC. SHAREHOLDER)
DERIVATIVE LITIGATION)

Master File No. 4:11-CV-11-04248-PJH

17)
18 This Document Relates To:)

DECLARATION OF FELIPE J. ARROYO
FILED ON BEHALF OF ROBBINS
ARROYO LLP IN SUPPORT OF MOTION
FOR FINAL APPROVAL OF DERIVATIVE
SETTLEMENT

19 ALL ACTIONS.
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1 I, Felipe J. Arroyo, declare as follows:

2 1. I am a partner with the firm of Robbins Arroyo LLP. I am submitting this declaration
3 in support of the Motion for Final Approval of Derivative Settlement filed in the above-entitled
4 action.

5 2. This firm is Co-Lead Counsel for Plaintiffs.

6 3. The information in this declaration regarding the firm's time and expenses is taken
7 from time and expense printouts and supporting documentation prepared and/or maintained by the
8 firm in the ordinary course of business. I am the partner who oversaw the day-to-day activities in the
9 litigation and I reviewed these printouts (and backup documentation where necessary or appropriate)
10 in connection with the preparation of this declaration. The purpose of this review was to confirm
11 both the accuracy of the entries on the printouts as well as the necessity for, and reasonableness of,
12 the time and expenses committed to the litigation. As a result of this review, reductions were made
13 to both time and expenses in the exercise of "billing judgment." As a result of this review and the
14 adjustments made, I believe that the time reflected in the firm's lodestar calculation and the expenses
15 for which payment is sought as set forth in this declaration are reasonable in amount and were
16 necessary for the effective and efficient prosecution and resolution of the litigation. In addition, I
17 believe that the expenses are all of a type that would normally be charged to a fee-paying client in
18 the private legal marketplace.

19 4. After the reductions referred to above, the total number of hours spent on this
20 litigation by my firm is 628.75. The total lodestar amount for attorney/paraprofessional time based
21 on the firm's current rates is \$337,662.50. The hourly rates shown below are the usual and
22 customary rates set by the firm for each individual. A breakdown of the lodestar is as follows:

<i>NAME</i>		<i>HOURS</i>	<i>RATE</i>	<i>LODESTAR</i>
Felipe J. Arroyo	(P)	209.50	\$750	\$157,125.00
Shane P. Sanders	(A)	143.75	\$500	\$71,875.00
Gina Stassi	(A)	238.50	\$425	\$101,362.50
Anna Marie Miller	(PL)	8.25	\$240	\$1,980.00
Ricardo Salazar	(PL)	7.25	\$200	\$1,450.00

Annalee T. Thompson	(PL)	21.50	\$180	\$3,870.00
TOTAL:		628.75		\$337,662.50

(P) Partner

(A) Associate

(PL) Paralegal

5. Attached hereto as **Exhibit A** is a categorized hours and lodestar chart breaking down my firm's lodestar from the inception of the litigation through November 25, 2014.

6. My firm seeks an award of \$15,204.82 in expenses in connection with the prosecution of the litigation. They are broken down as follows:

EXPENSES/CHARGES

From Inception to November 25, 2014

CATEGORY	TOTAL
Transportation, Hotels & Meals	\$11,405.71
Photocopies	\$808.00
Postage	\$22.93
Telephone, Facsimile	\$82.00
Messenger, Overnight Delivery	\$147.66
Filing, Witness & Other Fees	\$1,708.00
Online Legal and Financial Research	\$1,030.52
TOTAL	\$15,204.82

7. The following is additional information regarding certain of these expenses:

(a) Transportation, Hotels & Meals: \$11,405.71.

NAME	DATE	DESTINATION	PURPOSE
Shane P. Sanders	4/11/12	Oakland, CA	Hearing: Motion to Dismiss
Felipe J. Arroyo	11/13/12	San Francisco, CA	Mediation
Felipe J. Arroyo	3/10/13	New York, NY	Mediation
Gina Stassi	12/3/13	Oakland, CA	Hearing: Motion to Intervene
Gina Stassi	3/5/14	Oakland, CA	Hearing: Motion to Dismiss
Felipe J. Arroyo	5/20/14	New York, NY	Mediation
Felipe J. Arroyo	10/27/14	Oakland, CA	Hearing: Motion for Preliminary Approval

(b) Photocopying:

In-house (3,232 copies @ \$0.25 per copy): \$808.00.

1 (c) Filing, Witness and Other Fees: \$1,708.00. These costs have been paid to the
2 court for filing fees and to attorney service firms or individuals who either: (i) served process of the
3 complaint or subpoenas, or (ii) obtained copies of court documents for plaintiffs. These costs were
4 necessary to the prosecution of the case to file the complaint, to serve the complaint and subpoenas,
5 and to investigate the facts.

6 (d) Online Legal and Financial Research: \$1,030.52. These included vendors
7 such as Lexis Nexis, PACER Service Center, and West Publishing Corporation. These databases
8 were used to obtain access to SEC filings, legal research, and cite-checking of briefs.

9 8. The expenses pertaining to this case are reflected in the books and records of this
10 firm. These books and records are prepared from receipts, expense vouchers, check records and
11 other documents and are an accurate record of the expenses/charges.

12 9. The identification and background of my firm and its partners is attached hereto as
13 **Exhibit B.**

14 I declare under penalty of perjury that the foregoing is true and correct. Executed this 9th
15 day of December, 2014, at San Diego, California.



FELIPE J. ARROYO

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CERTIFICATE OF SERVICE

I hereby certify that on December 9, 2014, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I caused to be mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on December 9, 2014.

s/ Benny C. Goodman III

BENNY C. GOODMAN III

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Mailing Information for a Case 4:11-cv-04248-PJH In re Google Inc. Shareholder Derivative Litigation

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Manual Notice List

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